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SECTION A: SOLICITATION/CONTRACT FORM

The following amendment issued under solicitation SP0300-01-R-4028 is incorporated into this contract:

Amendment 0001, dated 18 SEP 01

The following form a part of Sysco's offer and are hereby incorporated as part of this contract:

Initial Business Proposal Corrections to "Apparent Clerical Mistakes" submitted 06 DEC 01

SECTION B: SUPPLIES OR SERVICES AND PRICES

FAIRCHILD AFB, WA:

Warrior Inn Dining Facility Bldg. 2262 100 W Bong Street Fairchild AFB, WA 99011

Flight Kitchen
Bldg 2262
100 W Bong Street
Fairchild AFB, WA 99011

Triple Dining Facility 801 S Taxiway G Road Fairchild AFB, WA 99011

Survival Dining Facility Bldg 1258 1020 W Survival Loop Road Fairchild AFB, WA 99011

22 TRS FT*
Field Training
2509 S Denver Bldg 1324
Fairchild AFB, WA 99011

22 TRS RT*
Resistance Training
2509 S Denver Bldg 1324
Fairchild AFB, WA 99011

DODAAC: FT9063
P.O.C. Airman Amanda Woods
Loading dock & 40' trailer access
Delivery: 6:00 AM – 8:00 AM M,W,F

P.O.C. Airman Amanda Woods Loading dock & 40' trailer access Delivery: 6:00 AM – 8:00 AM M,W,F

DODAAC: FT9065
P.O.C. Airman Amanda Woods
Loading dock & 40' trailer access
Delivery: 6:00 AM – 8:00 AM M,W,F

DODAAC: FT9066
P.O.C. Airman Amanda Woods
Loading dock & 40' trailer access
Delivery: 6:00 AM – 8:00 AM M,W,F

DODAAC: FT9171 P.O.C. No trailer access Delivery: Infrequent and Variable

DODAAC: FT9172 P.O.C.

No trailer access

Delivery: Infrequent and Variable

66 TRS CTI*

Emergency Survival Training 1040 W Survival Loop Bldg 112B Fairchild AFB, WA 99011

92 SVS – SVYC

Child Development Center 201 E Fairchild Highway Fairchild AFB, WA 99011

92 SVS – SVYY Youth Center 200 W Castle Street Fairchild AFB, WA 99011

141 ARG – SVF* Air Force Training Unit 2 S Olympia Avenue Suite 614 Fairchild AFB, WA 99011

105 ACS SV WA ANG* Air National Guard Unit Route 2 Box 153A Cheney, WA 99004

242 CCSQ SV WA* Air National Guard Unit 8700 W Electric Avenue Spokane, WA 99204

USDA Forest Service Curlew Job Corps CCC 3 Campus Street Curlew, WA 99118 DODAAC: FT9173

P.O.C. Brian J Kemmer, SSGT USAF Loading dock in back of building Delivery: Infrequent and Variable

DODAAC: FT9431 P.O.C. Mary Morrison No loading dock nor trailer access Delivery: 6:00 AM – 8:00 AM TH

DODAAC: FT9490 P.O.C. Joanne No loading dock nor trailer access Delivery: 6:00 AM – 8:00 AM F

DODAAC: FT6471

P.O.C.

Loading dock & 40' trailer access Delivery: Infrequent & Variable

DODAAC: FT6472

P.O.C.

40' trailer access no loading dock Delivery: Infrequent & Variable

DODAAC: FT6475

P.O.C.

40' trailer access no loading dock Delivery: Infrequent & Variable

DODACC: 1205G0 P.O.C. Jerry Case

Loading dock & 40' trailer access

Delivery: 1X – 2X Month, Variable days

FOB TERMS: FOB Destination for all items

PRICES:

The unit price for each item is determined by the "Delivered Price" plus the "Distribution Price". The Distribution Price will remain fixed throughout the term of the contract.

If the government determined to invoke the options, the distribution prices will remain unchanged from the base year through each of the four one-year options.

Category	PRODUCT DESCRIPTIONS	Distribution Fee
	Whole Primal & Precut Steaks	
1	Raw Top Butt 184, Strip Loin 180, Rib Eye Roll 112, Lip On Rib Eye 112A, T-Bone, Flank Steak, Ball-Tip, Dried Beef, Fajitas, Prime Rib, Raw Veal & Lamb	
	Roast & Specialties	
2	Diced Chicken, Turkey, Beef & Pork, Chicken Wings, Bulk Bacon, Raw, Whole, 1/4's, CVP & Cut-Up Chicken	
3	Sliced Liver, Braising Steak, Bone-in & Boneless Dinner Ham, Breaded Chopped & Formed Beef & Veal Steak	
4	Raw Ground Beef Bulk & Patties, Chitterlings, Ham Hocks, Pigs Feet, Ground Chicken & Turkey	
5	Raw Beef & Pork Roast, Raw & Cooked Pure Pork Sausage Links, Raw Unbreaded & Breaded Formed Beef, Pork, and Chicken Steak	
6	Raw & Cooked Pure Pork Sausage Patties, Raw Pork Spare Ribs 3-1/2 & down, Raw Boneless Turkey Breast & Roast, Raw & Cooked Boneless Chicken Breast, Whole Turkey, Ckd Grd Beef Patties, Bone-in & Bnls Raw Pork Loins, Pork Chops, Hot Dogs	
7	Turkey Roll, Turkey Bacon, Cornish Game Hens, Canned Ham	
8	Chicken Fried Steaks, Cube Steaks, Salisbury Steak, Raw & Precooked Bone-in Breaded Chicken, Chicken Patties, Tenders & Nuggets, Ham Fresh & Dinner (Bone-In Cooked, Spiral Cut), Raw Turkey & Whole Hog Sausage Links & Patties, Whole Muscle Breaded & Unbreaded Beef, Pork & Chicken Steaks, Pepperoni, Bologna	
	Specialty Cut Cooked, Cubed & Sliced I.e. Ham, Beef, Turkey, & Chicken, Raw & Cooked Corned Beef, Pastrami & Roast Beef, Philly Steaks, Beef Short Ribs, Pure Bacon Bits, Canadian Bacon, Baby Back Ribs, Beef Ribs, Duck, Rabbit, Cooked Breaded & Unbreaded Chopped Steaks, Vegetable	
9	Burgers, Meatballs, Beef Kielbasa, Polish, Italian & Bratwurst Sausage, Lunchmeat, Salami, & Pastrami. "Mighty Rib" Ribettes	
9	Burgers, Meatballs, Beef Kielbasa, Polish, Italian & Bratwurst Sausage, Lunchmeat, Salami, & Pastrami. "Mighty Rib"	

Raw Breaded & Unbreaded Scallops, Shrimp & Oysters, Cooked Seafood, Raw Peeled & Deveined Shrimp, Imit. Crab Premium Whole & Portioned Fillet, Raw Unbreaded (Trout, Orange Roughy, Haddock, Pike, Red Fish, Snapper, Salmon, Cod, Callmari, Sole & Halibut) & Ali Breaded Fish Standard Whole & Portioned Fillets, Raw Unbreaded (Catfish, Perch, Pollock & Whiting) Appetizers & Prepared Entrees Cordon Bleu Stuffed Breast, Tray Entrees, Pizza Crust, Fzn Batter, Precooked Bacon Hand Held Entrees, Burritos, Pizza, Single Sandwiches, Tamaies, Enchiladas, Corn Dogs Frozen Baked Bread Specialties Baked Bagels, Cookle, Bread & Pastry Dough, Donuts, Croissants, Muffins, Cookles, 12" Pizza, Tortillas, Pie Shell, Danish Baked Biscuits, Rolls, Waffies, French Toast Baked Loaf Bread, Buns Baked Loaf Bread, Buns Frozen Appetizers, Poppers, Spring Rolls, Egg Rolls Standard Pack & IQF Frozen Fruits & Vegetables, Onion Rings & Specialty Potatoes Sheet Cake, Layer Cake, Cheesecake, Specialty Pies, Fruit Pies, Gourmet Pies & Fruit Cobbler Sandwich Meals Canned Entrees, Canned Fish, Canned Meat Cottage, String, Shredded, Diced & Other Fresh Cheese, Sour Cream, Pasta Products,		
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Frozen Appetizers, Poppers, Spring Rolls, Egg Rolls French Fries (Standard Cut) Standard Pack & IQF Frozen Fruits & Vegetables, Onion Rings & Speciality Potatoes Sheet Cake, Layer Cake, Cheesecake, Specialty Pies, Fruit Pies, Gourmet Pies & Fruit Cobbler Sandwich Meals Canned Entrees, Canned Fish, Canned Meat Cottage, String, Shredded, Diced & Other Fresh Cheese, Sour Cream, Pasta Products,	17	Baked Biscuits, Rolls, Waffles, French Toast
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Cottage, String, Shredded, Diced & Other Fresh Cheese, Sour Cream, Pasta Products,	23	Sandwich Meals
25 Cream, Pasta Products,	24	Canned Entrees, Canned Fish, Canned Meat
	25	
Bulk & Sliced Cheese, Dehydrated Onions, Corn Meal, Butter	26	Bulk & Sliced Cheese, Dehydrated Onions, Corn Meal, Butter

CONTRACT NUMBER: SP0300-02-D-3031

27	Eggs: Frozen, Chl & Fresh
28	Milk, Yogurt & Ice Cream - Bulk & Individuals
29	White Sugar, Flour, Margarine, Rice, Salt
30	Cookie, Muffin, Pancake, Bread, Cake, Brownie, Icing Mixes by Bag/Can or Box
31	Cold Cereals: Individual
32	Refrigerated Prepared Pasta and Vegetable Salads
33	Bread Crumbs, Croutons, Gelatin & Dessert Mix, Specialty Rices, Converted Perfected Long Grain Rice, Dehydrated Sliced & Diced Potatoes, Imit. Bacon Bits, Dry Beans, Dry Milk, Bulk Cold Dry Cereal, Baking Powder, Dehydrated Garlic, Refrigerated & Prepared Seafood, Meat & Fruit Salads
34	Individual Pancake & Waffle Syrup, 12 gm & 7/16oz Dressings, Peanut Butter Pkts.
	Standard Packet Items (Relish, Tartar Sauce, Jelly, Sour
35	Cream, BBQ Sauce, 1 1/2 & 2 oz Dressing) & Other Packets
36	Mustard Pkts, Ketchup Pkts, Honey, Peanut Butter Pkts
37	Bulk & Bottled Ketchup, Diced Tomatoes, Tomato Puree, Tomato Sauces, Salt & Pepper Packets, Bulk Pancake Syrup
38	Taco Shells, Dry Packets (Creamers, Sugar, Sugar Substitute, Cream Cheese), Individual Bagged Potato Chips, Corn Chips, Corn Puffs, Tortilla Chips, Granola and Other Snack Bars, Vinegar, Bulk Mustard, Bulk & Hot Cereal, Salt Based Soup & Gravy Bases, Ice Cream Cones, Baking Soda, Fresh Produce
39	Canned Fruits & Vegetables
40	Pie Filling #10, Pie Fruit, Tomato Paste, Icing Mix, Ind Hot Chocolate, Ind Tea Bags, Dried Fruit, Toppings, Buik Jellies, Buik Jams, Preserves, Honey, Peanut Butter, Ind Fruit & Puddings, Instant Mashed Potatoes, Buik & Bottled Salad Dressing, Olive Oil, Molasses, Nuts, Candy, Spices, Sauces (canned & bottled), Premium Soup & Gravy Bases, Dry & Liquid Drink & Juice Bases & Mixes, Peppers, Olives

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41	6 oz To 46 oz Canned Juice & Bottled Water	
42	3-6 oz Individual Boxed Juices, Drinks, Soda & Candy Bars	
43	Canned & Frozen Soups, Dehydrated & Mashed Potatoes, Dry Yogurt Mix, Marshmallows, Cocoa, Vinegar, Crackers, Baby Food, Vegetable Spray, Starch, Powdered Sugar, Brown Sugar, Relish and Pickles	
44	Canned Liquid Shortening, Oil, Solid Shortening	
45	Frozen Juice Concentrate & Hand Mixed	
46	Frozen Dispenser Juices	
47	Coffee	
48	Bag-in-Box Drinks & Other Frozen Dispenser Juice & Fountain Beverages	
49	Other Frozen, Refrigerated and Dry	
50	Non-Foods (Small Wares, Paper, Chemicals and Disposables)	

MANDATORY ITEMS:

The items listed below, in stated package or any commercial packaging equivalent must be purchased from either the National Industries for the Blind (NIB) or the National Industry for the Severely Handicapped (NISH).

<u>ITEM</u>
Pancake Mix, No. 10 can
Cake Mix, Devil's Food
Cake Mix, Gingerbread
Paprika, Ground
Garlic Powder
Dining Packets

If customers place orders for these items Sysco Food Services of Seattle, WA is required to source these items from NIB/NISH. The source plants are as follows:

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CONTRACT NUMBER: SP0300-02-D-3031

i. Pancake Mix, Devil's Food Cake Mix and Gingerbread Cake Mix:

Advocacy & Resources Corporation 435 Gould Drive Cookeville, TN 38506 POC: Ms. Terri McRae

Fax: 615-432-5987 Voice: 615-432-5981

ii. Garlic Powder and Paprika:

Unistel Continental Development Service, Inc. 650 Blossom Road Rochester, NY

POC: Mr. Jack Pipes

Voice: 1-800-864-7835 X252

iii. Dining Packets:

National Industries for the Blind 1901 N. Beauregard Street - Suite 200 Alexandria, VA 22311-1727

POC: Mary Johnson Voice: 603-578-6512

Each proprietary or special order product requested for stock must maintain an average product movement of 18 cases per month from Sysco Seattle.

SECTION C - DESCRIPTION/SPECIFICATION

Order placement and delivery days are as follows:

Order Placement Delivery Day Wednesday Monday Tuesday Thursday Wednesday Friday Thursday Monday

Friday Monday/Tuesday

Order placement is due by 1:00 PM Pacific Time.

Add-Ons and/or cancellations are to occur by 2:00 PM the day before delivery. Sysco Seattle will not charge any additional fees for add-ons and/or order cancellation.

For all items in which split cases can be accommodated, Sysco will not up-charge the units on broken case lots.

Sysco will not invoke any additional charges for emergency orders (defined as an order prior to the normal skip day delivery). If more than three emergency orders occur in any given month, Sysco reserves the right to initiate conversations with the facility's ordering personnel to resolve any type of ordering or delivery issues in an effort to alleviate these emergency actions.

In conjunction with the customer, Sysco will send account personnel for consistent (defined as monthly and quarterly) on-site visits. If necessary, Sysco will have account personnel available for more frequent visits and to attend any on-site food service related meeting.

SECTION D - PACKAGING AND MARKING

All packaging and packing shall be in accordance with good commercial practice. Labeling shall be in accordance with commercial labeling complying with Federal Food, Drug and Cosmetic Act and regulations promulgated there under. Shipping containers shall be in compliance with the national Motor Freight Classification and Uniform Freight classification.

SECTION E - INSPECTION AND ACCEPTANCE

Inspection and acceptance of products will be performed at destination. Each ordering facility will be responsible for accepting and rejecting products as required. All food items must be inspected for count, condition and identity and approved by the ordering activities' authorized personnel receiving the delivery before final acceptance is made.

SECTION F - DELIVERIES AND PERFORMANCE

The following is designated as the plant location for the performance of this contract for all contract line items:

Sysco Food Services of Seattle, Inc. 22820 54th Avenue South Kent, Washington 98032

SECTION G - CONTRACT ADMINISTRATION DATA

Administration of the Small Business and Small Disadvantaged Business Subcontracting Plan is assigned to:

DCMA Seattle 3009 112th Avenue, NE Suite 200 Bellevue, Washington 98004-8019